

JUSTICE FAMILY FARMS LLC,
a West Virginia Limited Liability Company,

Plaintiff,

vs.

GUESS IRRIGATION COMPANY LLC,
a South Carolina Limited Liability Company,

Defendants.

sworn, deposes and states as follows:

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DLG

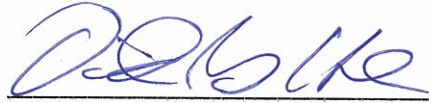
7. Guess Farm Equipment Company, Inc. has never registered to do business in the State of West Virginia and has never been authorized to do business in West Virginia.
8. Guess Farm Equipment Company, Inc. has never done business in West Virginia.
9. Guess Farm Equipment Company, Inc. has never owned any property in West Virginia.
10. Guess Farm Equipment Company, Inc. has never maintained an office or agent in West Virginia.
11. Given the location of our company in South Carolina, all of our employees reside in South Carolina, and the performance of the contract services exclusively in South Carolina, it would be greatly inconvenient for Guess Farm Equipment Company, Inc. to litigate this matter in West Virginia and conduct a trial on the merits in West Virginia.
12. Given the facts of which I am aware at this time, I believe the overwhelming majority of key fact witnesses, with the sole exception of Mr. Justice, will be located in South Carolina. Witnesses include myself, Tyler Fields (our company's Agricultural Engineer, who was involved in the design of the irrigation system and the negotiation of the contract), William Taber (Manager – St. Matthews Operations, who was also involved in contract negotiations), and Brady Fowler (Field Supervisor, who was on the site on a regular basis, observing the progress of the work and issues that arose). All of these individuals have knowledge of the facts of this case and are likely to testify at any trial on the merits.
13. Given the location of the property and work performed in South Carolina, any meaningful examination, by expert or lay witnesses, of the property itself and the work done would have to be conducted in South Carolina.

FURTHER AFFIANT SAYETH NOT.

SIGNATURE PAGE FOLLOWS

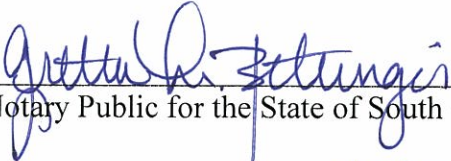


SIGNATURE PAGE TO THE AFFIDAVIT OF DAVID G. HANE



David G. Hane

Sworn to and subscribed before me
this 15th day of July 2011.



Notary Public for the State of South Carolina

My Commission Expires: 5/18/15